315 SOUTH	estor's Name I CALHOUN STREET	
,	Address	
Tallahass	see, Florida 32301	<u>.</u>
City/State/Zi	224-7000	Office Use Only
CORPORATION NA	AME(S) & DOCUMENT NU	JMBER(S), (if known):
1. <u>SEDC</u> (Corpor	AP Partners I,	(Document#)
2(Corpor	ation Name)	(Document #)
3(Corpor	ration Name)	(Document #)
4(Ccrpot	ration Name)	(Document #)
Walk in	Pick up time 4.00	(Certified Copy
	Will wait Photocop	Certificate of Status
	, <u></u> -	
Mail out	Will wait Photocop	Op Certificate of Status OOOOO24749103 -04/01/9801035021 ***1837.50 ***1837.50
Mail out NEW FILINGS	Will wait Photocop	Op Certificate of Status OOOOO24749103 -04/01/9801035021 ***1837.50 ***1837.50
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CERTIFICATE OF LIMITED PARTNERSHIP

OF

SEDCAP PARTNERS I, LTD. a Florida limited partnership

The undersigned, desiring to form a limited partnership pursuant to the laws of the State of Florida, does hereby certify as follows:

1. Name. The name of the limited partnership is as follows:

	SEDCAP Partners I, Ltd.	14 SEC
2. <u>Address</u> . partnership is as follows:	The principal address and the mailing address for	or the limited
	111 North Orange Avenue, Suite 1060 Orlando, Florida 32801	MILE 20

3. Registered Agent. The address of the office and the name and address of the agent for service of process required to be maintained by Section 620.105, Florida Statutes, are as follows:

Bennet Sedacca 111 North Orange Avenue, Suite 1060 Orlando, Florida 32801

4. <u>General Partner</u>. The name and business address of the sole general partner of the limited partnership are as follows:

SEDCAP Asset Management, Inc. P98000039193
111 North Orange Avenue, Suite 1060
Orlando, Florida 32801

5. <u>Termination</u>. The latest date upon which the limited partnership is to dissolve is December 31, 2028.

Under penalties of perjury, I declare that I have read the foregoing and know the contents thereof and that the facts stated therein are true and correct.

Signed as of the $\frac{3/57}{}$ day of March, 1998.

GENERAL PARTNER:

SEDCAP ASSET MANAGEMENT, INC.

Bennet Sedacca, President

ORL1-217957.1/963

ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT AND AGENT FOR SERVICE OF PROCESS

The undersigned, having been designated the Agent for Service of Process, pursuant to Section 620.105, Florida Statutes, and Registered Agent, pursuant to Section 620.192, Florida Statutes, of SEDCAP Partners I, Ltd., a limited partnership to be formed concurrently herewith under the Florida Revised Uniform Limited Partnership Act (1986), does hereby accept such designation and the obligations provided for in Sections 620.105 and 620.192, Florida Statutes.

Bennet Sedacca

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AFFIDAVIT OF CAPITAL CONTRIBUTIONS

The undersigned, Bennet Sedacca, as President of SEDCAP Asset Management, Inc., who is the sole general partner of SEDCAP Partners I, Ltd., a Florida limited partnership, certifies:

- 1. The amount of capital contributions to date of the limited partners is \$500,000.
- 2. The total amount of capital contributed and anticipated to be contributed by the limited partners at this time totals \$25,000,000.

Signed as of the 3/3r day of Wack, 1998.

FURTHER AFFIANT SAYETH NOT.

Under the penalties of perjury, I declare that I have read the foregoing and know the contents thereof and that the facts stated herein are true and correct.

GENERAL PARTNER:

SEDCAP ASSET MANAGEMENT, INC.

Bennet Sedacca, President

ORL1-217957.4/963